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ARIZONA CORPORATION COMMISSION

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APPLICATION FOR NEW AUTHORITY
FOR BOTH FOREIGN BUSINESS AND NONPROFIT CORPORATIONS

A foreign corporation is required to file an Application for New Authority if it changes:

All Corporations (A.R.S. §§ 10-1504 & 10-11504)

1. Its actual corporation name or the name under which it has obtained authority to transact business in this state.
2. The period of its duration.
3. The state, province, or country of its incorporation.
4. ARS §10-140 requires that changes to corporation(s) be executed by an officer of the Corporation, whose file is to be changed.

FILING REQUIREMENTS: Within sixty (60) days after filing its Articles of Amendment in its domicile state, province or country, the corporation shall deliver to the Commission:

1. An original plus one copy of the Application for New Authority.
2. A copy of the Amendment, authenticated within sixty (60) days of filing with the Commission, by the Secretary of State or other official having legal custody of the corporate records in your state, province or country under the laws of which you are incorporated.
3. Filing fee of one hundred seventy five dollars (\$175.00). **PLEASE NOTE:** If the Application for New Authority is not delivered to the Commission for filing within sixty (60) days of filing in your domicile state, a penalty of one-hundred dollars (\$100) must also be included with your application.

AFTER FILING THE APPLICATION FOR NEW AUTHORITY, A COPY MUST BE PUBLISHED. Within sixty (60) days after filing with the Commission, there must be published in a newspaper of general circulation in the county of the known place of business in Arizona, three (3) consecutive publications of a copy of your APPROVED Application for New Authority. A list of acceptable newspapers in each county will accompany the approval letter and is posted on the Commission web site at www.cc.state.az.us/corp. Within ninety (90) days after filing an Affidavit evidencing the publication must be filed with the Commission.

For additional information, please call the Corporate Filings Section at (602) 542-3135 or the Commission Tucson Office at (520) 628-6560. Toll Free: 1-800-345-5819 (AZ residents only.)

FOREIGN PROFIT OR NONPROFIT CORPORATION FILING CHECKLIST

Corporation Name

- ☐ Check name for availability using the preliminary name search instructions on our web site at www.cc.state.az.us/corp or call (602)542-3230 in Phoenix or (520)628-6560 in Tucson.
- ☐ Attach copy of Trade name Certificate, Assignment **if applicable**, or attach completed name attestation form.
- ☐ Attach resolution adopting fictitious name. Must be approved by the board of directors and signed by the secretary.

Application for Authority

- ☐ Indicate an original application for new authority.
- ☐ Indicate exact corporation name.
- ☐ Indicate fictitious name adopted for use in Arizona, if the exact name is not available.
- ☐ Indicate the state, province or country in which the corporation is incorporated.
- ☐ Indicate the date of incorporation and the duration.
- ☐ Indicate the address of the principal office in the state, province or country of incorporation.
- ☐ Indicate the name and address of the statutory agent in Arizona. The statutory agent must provide both a physical and mailing address. If statutory agent has a P.O. Box, then they must also provide a physical description of their street address/location.
- ☐ Indicate the street address of the known place of business in Arizona. May be in care of the address of the statutory agent.
- ☐ Indicate the limitations of purpose if applicable.
- ☐ Indicate the name(s) and business address(es) of the current directors and officers.
- ☐ Indicate number of shares of stock corporation is authorized to issue. (*Profit*).
- ☐ Indicate the aggregate number of shares issued. (*Profit*).
- ☐ Briefly indicate the business the corporation plans to conduct.
- ☐ Indicate whether the corporation has or does not have members (*Nonprofit only*)
- ☐ Affix signature of statutory agent (*acknowledge acceptance*).

Fees

- ☐ Attach check for filing fee. \$175.00 Additional \$35.00 for expedited services. Made Payable to the Arizona Corporation Commission.
- ☐ Execute check.

Copies

- ☐ Attach a copy of the Articles of Amendment or change of domicile, duly authenticated (*certified within 60 days*) by the official having custody of the records in the state, province or country of incorporation.

Publication

- ☐ You must publish a copy of your Application for New Authority in a newspaper of general circulation in the county of the known place of business in Arizona, for three (3) consecutive publications. A list of acceptable newspapers will accompany the approval letter and is posted on the Commission at www.cc.state.az.us/corp. **Do not** publish until documents have been approved.
- ☐ File Affidavit of Publication with the Arizona Corporation Commission.

**DO NOT PUBLISH
THIS SECTION**

1. The corporate name must contain a corporate ending which may be "corporation," "association," "company," "limited," "incorporated" or an abbreviation of any of these words. If you are the holder or assignee of a trade name or trademark, attach Declaration of Tradename Holder form. If your name is not available for use in Arizona, you must adopt a fictitious name and provide a resolution adopting the name, which must be executed by the corporation Secretary.

3. You must provide the total duration in years for which your corporation was formed to endure. If perpetual succession, so indicate in this section. Do not leave blank, or state not applicable.

5. The statutory agent must provide both a physical and mailing address. If statutory agent has a P.O. Box, then they must also provide a physical description of their street address/ location.

**APPLICATION FOR AUTHORITY
TO TRANSACT BUSINESS
IN ARIZONA**

The name of the corporation is: _____.
A(n) _____ Corporation
(State, Province or Country)

_____ We are a foreign corporation applying for authority to transact business in the state of Arizona.

_____ We are a foreign corporation currently authorized to transact business in Arizona and must now file this Application for New Authority pursuant to A.R.S. § 10-1504 because we have changed the following in our domicile jurisdiction:

- ☐ Our actual corporate name (or the name under which we originally obtained authority in Arizona).
☐ The period of our duration.
☐ The state, province or country of our incorporation.

1. The exact name of the foreign corporation is:

_____.

If the exact name of the foreign corporation is not available for use in this state, then the fictitious name adopted for use by the corporation in Arizona is:

_____ (FN).

2. The name of the state, province or country in which the foreign corporation is incorporated is:

_____.

3. The foreign corporation was incorporated on the ____ day of _____,
_____ and the period of its duration is: _____.

4. The street address of the principal office of the foreign corporation in the state, province or country of its incorporation is:

5. The name and street address of the statutory agent for the foreign corporation in Arizona is:

**DO NOT PUBLISH
THIS SECTION**

5.b. Indicate to which address the Annual Report should be mailed.

6. If the purpose of your corporation has any limitations with regard to this section, so indicate. If not, state no limitations or leave blank.

Name:

Address:

City, State, Zip:

Name:

Address:

City, State, Zip:

Name:

Address:

City, State, Zip:

8. The total number of authorized shares cannot be "zero" or "N/A". Include authorized, not issued shares in this section.

- 5.a. The street address of the known place of business of the foreign corporation in Arizona IF DIFFERENT from the street address of the statutory agent is:

- 5.b. The Annual Report and general correspondence should be mailed to the address specified above in section 4 _____ or 5a _____.

6. The purpose of the corporation is to engage in any and all lawful business in which corporations may engage in the state, province or country under whose law the foreign corporation is incorporated, with the following limitations if any:

7. The names and usual business addresses of the current directors and officers of the foreign corporation are: (Attach additional sheets if necessary.)

_____, _____ [title]

_____, _____ [title]

_____, _____ [title]

8. The foreign corporation is authorized to issue _____ shares, itemized as follows: (Attach additional sheets if necessary.)

_____ shares of _____ [class or series] stock at

_____ no par value or par value of \$ _____ per share.

_____ shares of _____ [class or series] stock at

_____ no par value or par value of \$ _____ per share.

_____ shares of _____ [class or series] stock at

_____ no par value or par value of \$ _____ per share.

**DO NOT PUBLISH
THIS SECTION**

9. The total number of issued shares cannot be "N/A".

The Application must be accompanied by the following: A Certificate of Disclosure, executed within 30 days of delivery to the Commission, by a duly authorized officer

Attach a certified copy of your articles of incorporation, all amendments and mergers (AZ Const. Art. XIV, §8) and a certificate of existence or document of similar import duly authenticated (within 60 days) by the official having custody of corporate records in the state, province or country under whose laws the corporation is incorporated.

The agent must consent to the appointment by executing the consent.

ARS §10-140 requires that changes to corporation(s) be executed by an officer of the Corporation, whose file is to be changed.

9. The foreign corporation has issued _____ shares, itemized as follows:

_____ shares of _____ [class or series] stock at _____ no par value or par value of \$ _____ per share.

_____ shares of _____ [class or series] stock at _____ no par value or par value of \$ _____ per share.

_____ shares of _____ [class or series] stock at _____ no par value or par value of \$ _____ per share.

10. The character of business the foreign corporation initially intends to conduct in Arizona is:

DATED this _____ day of _____, _____.

[Name of Corporation]

Executed by _____

Duly Authorized Officer or Director

_____ [print name]

_____ [title]

PHONE _____ FAX _____

[optional]

[optional]

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

The undersigned hereby acknowledges and accepts the appointment as statutory agent of this corporation effective this _____ day of _____, _____.

Signature

[Print Name]

[If signing on behalf of a company serving as
statutory agent, print company name here]